

**EXHIBIT D**

**NELSON**

Nelson Mullins Riley &amp; Scarborough, L.L.P.

**MULLINS**

NELSON MULLINS RILEY &amp; SCARBOROUGH, L.L.P.

ATTORNEYS AND COUNSELORS AT LAW

TAX ID NO. 57-0215445

POST OFFICE BOX 11070

COLUMBIA, SOUTH CAROLINA 29211

TELEPHONE (803) 799-2000

W. R. Grace & Co.  
 ATTN: Lydia Duff, Esq.  
 Senior Environmental Counsel  
 7500 Grace Drive  
 Columbia, MD 21044

February 2, 2004  
 Invoice 604771 Page 1.

Our Matter # 02399/06091  
 Name of Matter: Fee Applications

For Services Through 12/31/03

|                                      |  |           |           |                   |
|--------------------------------------|--|-----------|-----------|-------------------|
| 12/15/03                             | Review status of draft Fee Applications.<br>J.M. MELCHERS  | 0.30 hrs. | 250.00/hr | \$75.00           |
| 12/16/03                             | Calculate fees and expenses numbers in order to prepare draft of September 2003 fee application.<br>L.J. JENNINGS  | 1.50 hrs. | 115.00/hr | \$172.50          |
| 12/17/03                             | On-line research to update status of pending and approved fee applications for August 2003 fee application and print most recent docket for attorney review.<br>L.J. JENNINGS  | 1.00 hrs. | 115.00/hr | \$115.00          |
| 12/17/03                             | Begin draft of September 2003 fee application.<br>L.J. JENNINGS  | 0.80 hrs. | 115.00/hr | \$92.00           |
| 12/18/03                             | Complete draft of September 2003 fee application.<br>L.J. JENNINGS   | 0.50 hrs. | 115.00/hr | \$57.50           |
| 12/18/03                             | Complete calculation of fees and expenses in order to prepare draft October 2003 fee application (0.7); prepare draft of October 2003 fee application and submit to Attorney Melchers for review (1.1).<br>L.J. JENNINGS | 1.80 hrs. | 115.00/hr | \$207.00          |
| 12/19/03                             | Review and edit draft Fee Applications for August, September and October.<br>J.M. MELCHERS   | 1.40 hrs. | 250.00/hr | \$350.00          |
| 12/22/03                             | Review drafts and confer with Paralegal Jennings regarding August, September and October Fee Applications.<br>J.M. MELCHERS  | 0.30 hrs. | 250.00/hr | \$75.00           |
| <b>Fees for Legal Services .....</b> |  |           |           | <b>\$1,144.00</b> |

**BILLING SUMMARY**

|               | <u>Hours</u> | <u>Rate/Hr</u> | <u>Dollars</u> |
|---------------|--------------|----------------|----------------|
| J.M. MELCHERS | 2.00         | 250.00         | 500.00         |
| L.J. JENNINGS | 5.60         | 115.00         | 644.00         |
| TOTAL         | 7.60         | 150.53         | 1,144.00       |

**CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED**

|   |                        |        |
|---|------------------------|--------|
| 12/01/2003  | Photocopies 28 Page(s) | 1.40   |
| 12/12/2003  | Photocopies 29 Page(s) | 1.45   |
| Total Charges for Other Services Provided/Expenses Incurred ..... |                        | \$2.85 |

**DISBURSEMENT SUMMARY**

| <u>Description</u> | <u>Dollars</u> |
|--------------------|----------------|
| Photocopies        | 2.85           |
| TOTAL              | \$2.85         |

Net current billing for this invoice ..... **\$1,146.85**

**REMITTANCE COPY**

Please Return With Your Payment To:

ATTN: ACCOUNTS RECEIVABLE  
NELSON MULLINS RILEY & SCARBOROUGH, L.L.P.  
P.O. DRAWER 11009  
COLUMBIA, SOUTH CAROLINA 29211-1070  
TELEPHONE (803) 799-2000

For Services Through 12/31/03

Our Matter # 02399/06091  
Fee Applications

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|   |            |            |
|---|------------|------------|
| Fees for Professional Services                        | \$1,144.00 |            |
| Charges for Other Services Provided/Expenses Incurred | \$2.85     |            |
| Net current billing for this invoice .....            |            | \$1,146.85 |

**WIRING INSTRUCTIONS**

**Account Name:** Nelson Mullins Riley & Scarborough, L.L.P.  
Columbia Operating Account  
**ABA#:** 053200666  
**Account #:** 04032 24077 01

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
W. R. GRACE & CO., et al.,<sup>1</sup> ) Case No. 01-01139(JKF)  
) (Jointly Administered)  
)  
Debtors. )

VERIFICATION

Bernard F. Hawkins, Jr., after being duly sworn according to law, deposes and says as follows:

1. I am a partner with the applicant firm, Nelson Mullins Riley & Scarborough, L.L.P and I am a member in good standing of the bar of the State of South Carolina.

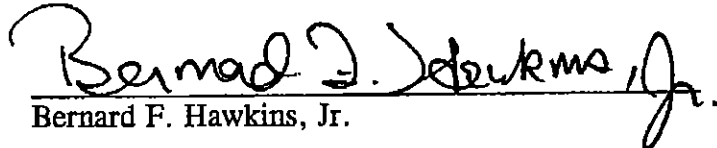
2. I have personally performed certain of, and overseen the legal services rendered by Nelson Mullins Riley & Scarborough, LLP as special litigation and environmental

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

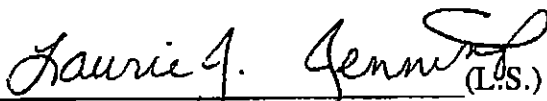
counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

  
Bernard F. Hawkins, Jr.

SWORN to and subscribed before me

this 2 day of March, 2004

  
(L.S.)  
Notary Public for South Carolina

My Commission Expires: \_\_\_\_\_  
My Commission Expires July 8, 2012